

Honorable Timothy W. Dore
Chapter 11
Hearing Date: March 29, 2024
Hearing Time: 9:30 am
Location: Court Room 8106
Response Due: March 21, 2024

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON

In re

STRATEGIES 360, INC.,

Debtor.

No. 23-12303-TWD

DECLARATION OF BRUCE W.
LEAVERTON IN SUPPORT OF
KEYBANK'S MOTIONS FOR
APPOINTMENT OF TRUSTEE
AND FOR LEAVE TO ENFORCE
MANDATORY SUBORDINATION
AND DISALLOWANCE OF
CLAIMS

I, Bruce W. Leaverton, declare under oath, as follows:

1. I am a citizen of the United States of America. I am over eighteen (18) years of age and am competent to make the statements herein. The following statements contained in this declaration are based upon my personal knowledge. I would reaffirm and restate these statements in any proceeding.

2. I am one of the attorneys for KeyBank, N.A. ("KeyBank"), a secured creditor in this case. I make this declaration in support of KeyBank's Motions for Appointment of a Trustee and for Leave to Enforce Mandatory Subordination and Disallowance of Claims on behalf of the Chapter 11 estate.

3. Attached as **Exhibit A** is a true and correct copy of the August 21, 2020 Complaint filed in King County Superior Court by Ron Dotzauer commencing *Dotzauer v. Sorenson*, Case No. 20-2-12924-1 SEA.

DECLARATION OF BRUCE W. LEAVERTON
IN SUPPORT OF KEYBANK'S MOTIONS - 1

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1 4. Attached as **Exhibit B** is a true and correct copy of the July 28, 2023 Complaint
2 filed in King County Superior Court by Eric Sorenson commencing *Sorenson v. Dotzauer*, Case
3 No. 23-2-14006-1 SEA.

4 5. Attached as **Exhibit C** is a true and correct copy of the August 29, 2023 Declaration
5 of Eric Sorenson in Support of Motion for Judgment on the Pleadings CR 12(c) or in the
6 Alternative Summary Judgment CR 56.

7 6. Attached as **Exhibit D** is a true and correct copy of the Declaration of Eric Sorenson
8 in Opposition to Motion to Stay Enforcement of Judgment.

9 7. Attached as **Exhibit E** is a true and correct copy of the October 19, 2023 Judgment
10 entered in favor of Eric Sorenson and against Ronald Dotzauer and the Debtor.

11 8. Attached as **Exhibit F** is a true and correct copy of the August 25, 2023 Stock
12 Purchase Agreement between Ronald Dotzauer and John Oceguela, produced to us by the Debtor
13 without exhibits.

14 9. Attached as **Exhibit G** is a true and correct copy of the September 27, 2023
15 Guaranty Agreement from Oceguela, as trustee of the JJ Oceguela Family Trust in favor of the
16 Canepa-Rotoli Living Trust.

17 10. Attached as **Exhibit H** is a true and correct copy of the September 1, 2023 Limited
18 Guaranty Agreement by Ronald Dotzauer of John Oceguela's \$2.0 million loan from the Canepa-
19 Rotoli Living Trust.

20 11. Attached as **Exhibit I** is a true and correct copy of the \$2.0 million Promissory
21 Note by John Oceguela individually to the Canepa-Rotoli Living Trust, due and payable on
22 September 1, 2025.

23 12. Attached as **Exhibit J** is a true and correct copy of the August 25, 2023 Repayment
24 Agreement between Ronald Dotzauer and John Oceguela, pursuant to which Dotzauer agrees to
25 repay Oceguela \$2.0 million from "Dotzauer's proceeds" from the Debtor's establishment of an
26 ESOP plan by no later than December 2024.

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DECLARATION OF BRUCE W. LEAVERTON
IN SUPPORT OF KEYBANK'S MOTIONS - 2

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1 13. Attached as **Exhibit K** is a true and correct copy of my February 28, 2024 letter to
2 Christine Presser-Tobin.

3 14. Attached as **Exhibit L** is the March 4, 2024 letter to me from Christine Presser-
4 Tobin.

5 15. Attached as **Exhibit M** is my March 5, 2024 letter to Christine Presser-Tobin.

6 I declare under penalty of perjury according to the laws of the State of Washington that the
7 foregoing declaration is true and correct.

8 Executed this 8th day of March 2024, at Seattle, Washington.

9
10 /s/Bruce W. Leaverton
11 Bruce W. Leaverton
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